

With the following modification, the procedures set forth in this letter are hereby APPROVED and shall be followed by all parties until further order of the Court.

Instead of the proposed deadlines for updates, Lead Plaintiffs and the DOJ shall update the Court about the continued need for redactions on the 1st day (or the next possible business day) of every other month, with the first update due on September 1, 2015, the second on November 2, 2015, and so on. The updates shall address whether every redaction continues to be necessary. To the extent required, the parties shall follow the Court's Individual Rules in all applications for filings with redactions.

The proposed redactions of the Second Amended Complaint are approved pending further order of the Court. Lead Plaintiffs shall upload the redacted version on ECF at the earliest.

USDC SDNY DOCUMENT ELECTRONICALLY FILED DOC #: DATE FILED: 7/31/15
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**Via ECF**

Dated: July 31, 2015  
 New York, New York

Case No. 1:13-cv-07789-LGS (S.D.N.Y.)

**SO ORDERED**

  
 HON. LORNA G. SCHOFIELD  
 UNITED STATES DISTRICT JUDGE

Dear Judge Schofield:

We write in response to the Court's July 16, 2015 Order (ECF No. 345) that the parties meet and confer, including with the Department of Justice, regarding Plaintiffs' request to redact portions of the Second Amended Class Action Complaint ("SAC").

The parties have conferred amongst themselves and with the DOJ. As a result of these discussions, the parties propose to proceed as an initial matter in the following manner.

First, Defendants have no objection at this time to Plaintiffs' filing an unredacted copy of the SAC under seal. Access to the unredacted SAC shall be limited as set forth below.

Second, Defendants' outside counsel, in-house counsel, regulatory counsel, and experts shall have access to the unredacted allegations of the SAC. They may discuss the general nature of these allegations and communications with company senior management, or other company current or former employees, in order to perform their duties, and in public filings with or appearances before this Court. They may not, however, disclose the specific redacted allegations (including, but not limited to, the text of alleged chats) publicly or to any persons not authorized to view them.

Third, Defendants may provide a list of designated senior management whom they wish to have access to the unredacted allegations of the SAC to the DOJ. The DOJ will have one week to review the list. If the DOJ does not object to an individual on the list within one week, the Defendant may disclose the unredacted allegations of the SAC to that person. If the DOJ objects to an individual and the Defendant still desires that person to have access, the Defendant shall first meet and confer with the DOJ about access before seeking any relief from the Court. If a Defendant determines that a particular alleged chat that is under seal involves a current or former employee, that Defendant may disclose the chat to that employee in connection with the Defendant's defense of this action if the Defendant independently has possession of the alleged chat. Moreover, nothing herein shall prevent any Defendant from using any material that it independently possesses in defense of this action.

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All designated senior management, or others, who have access to all or some of the specific redacted allegations in the SAC shall be under an obligation not to disclose or discuss the redacted allegations of the SAC with any person not authorized to view them.

Fourth, the parties agree to report to the Court on a periodic basis about the continuing necessity of these limits on access to the redacted allegations of the SAC, beginning with an initial report at or around the time the current discovery stay ends. Thereafter, the parties propose to report on a quarterly basis. It is anticipated by the parties to the litigation that the ability for further disclosure will be necessary in connection with the litigation of this matter as it proceeds.

Regarding service on the newly named Defendants, Plaintiffs propose that they will serve the unredacted version of the SAC on the General Counsel of each Defendant with a copy of the Court's endorsement of this letter (subject to any modifications). Plaintiffs will also request the contact information for the new Defendants' outside counsel. Plaintiffs will then ask outside counsel to provide a list of designated company representatives to the DOJ as set forth above.

Finally, to preserve the public's general right to access, Plaintiffs will electronically file a redacted version of the SAC. When the parties and the DOJ determine that there is no longer a need to limit access to the redacted allegations of the SAC, then with the Court's approval, Plaintiffs will electronically file an unredacted version of the SAC.

We believe this approach satisfies the issues outlined in the Court's Order and respectfully request the Court endorse this approach. Should the Court have any questions or concerns, we are available for a status conference this week by telephone, or next week in person.

Very truly yours,

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